

**DAY PITNEY LLP**

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**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

In re:

**LEHMAN BROTHERS HOLDINGS, INC., *et al.*,**  
  
Debtors.

**Chapter 11**

**Case No. : 08-13555 (JMP)**

**(Jointly Administered)**

**SECOND AMENDED NOTICE OF TRANSFER OF CLAIM OTHER THAN FOR  
SECURITY, PURSUANT TO FED. R. BANKR. P. 3001(e)(2)**

A CLAIM HAS BEEN FILED IN THIS CASE by Popular High Grade Fixed Income Fund, Inc. (the "Transferor"), against Lehman Brothers Holdings Inc., in the amount of \$4,512,732.96, which has been designated as Claim No. 4893 (the "Claim"). Assignee (as that term is defined below) hereby gives notice, pursuant to Fed. R. Bankr. P. 3001(e)(2), of the transfer, other than for security, of the Claim. Assignee hereby files this notice to amend the notice filed on August 27, 2009 (Document Number 4982 on the case docket), to reflect changes and additions to the noticing addresses. A copy of the Evidence of Transfer of Claim (the "Evidence of Transfer") is attached hereto as Exhibit "A" and is incorporated by reference.

**Name of Assignee:**

SPCP Group, L.L.C., as agent for  
Silver Point Capital Fund, L.P. and  
Silver Point Capital Offshore Fund, Ltd.

**Name of Transferor:**

Popular High Grade Fixed Income Fund,  
Inc.

**Names and Addresses where notices  
to Assignee should be sent:**

Adam J. DePanfilis  
Silver Point Capital, LP  
660 Steamboat Road  
Greenwich, CT 06830

**Name and Address where notices  
to Transferor should be sent:**

Banco Popular de Puerto Rico  
P.O. Box 362708  
San Juan, PR 00936-2708  
Attn: José Soroeta

With a copy to:

Day Pitney LLP  
7 Times Square  
New York, New York 10036  
Attn: Ronald S. Beacher, Esq.  
Telephone (212) 297-5812

**Name and Address where  
Assignee payments should be sent:**

SPCP Group, L.L.C.  
Two Greenwich Plaza  
Greenwich, Connecticut 06830  
Attn: Brian A. Jarman  
Telephone: (203) 542-4032

The Transferor has waived its right, pursuant to Fed. R. Bankr. P. 3001 (e)(2), to receive from the Clerk of the Court notice of filing of the Evidence of Transfer and its right to object to such transfer within the twenty (20) day period. The Transferor has stipulated that: (i) an order may be entered recognizing the transfer of the Claim as an unconditional transfer; and (ii) the Assignee is the valid owner of the Claim.

Dated: New York, New York  
March 3, 2010

**DAY PITNEY LLP**

By: 

Amish R. Deshi (AD-5996)

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*Attorneys For SPCP Group, L.L.C., As Agent For  
Silver Point Capital Fund, L.P. And Silver Point  
Capital Offshore Fund, Ltd.*

# Exhibit A

**EXHIBIT A**  
**TO ASSIGNMENT OF CLAIM**

**EVIDENCE OF TRANSFER OF CLAIM**

**TO: THE DEBTOR AND THE BANKRUPTCY COURT**

For value received, the adequacy and sufficiency of which are hereby acknowledged, Popular High Grade Fixed Income Fund, Inc. ("Assignor") hereby unconditionally and irrevocably sells, transfers and assigns to SPCP GROUP, L.L.C., as agent for Silver Point Capital Fund, L.P. and Silver Point Capital Offshore Fund, Ltd. ("Assignee"), all of Assignor's right, title, interest, claims<sup>1</sup> and causes of action in and to, or arising under or in connection with Assignor's claims set forth in Proof of Claim Number ~~4893~~ in an amount of not less than \$4,512,732.96 (the "Assigned Claim"), against Lehman Brothers Holdings, Inc. (the "Debtor"), the debtor-in-possession in Case No. 08-13555 (the "Case") under Chapter 11 of the Bankruptcy Code (11 U.S.C. § 101 et. seq.) (the "Bankruptcy Code") in the United States Bankruptcy Court for the Southern District of New York (the "Bankruptcy Court"), and any and all other proofs of claim filed by Assignor with the Bankruptcy Court in respect of the Assigned Claim.

Assignor hereby waives any objection to the transfer of the Assigned Claim to Assignee on the books and records of the Debtor and the Bankruptcy Court, and hereby waives to the fullest extent permitted by law any notice or right to a hearing as may be imposed by Rule 3001 of the Federal Rules of Bankruptcy Procedure, the Bankruptcy Code, applicable local bankruptcy rules or applicable law. Assignor acknowledges and understands, and hereby stipulates, that an order of the Bankruptcy Court may be entered without further notice to Assignor transferring to Assignee the Assigned Claim and recognizing the Assignee as the sole owner and holder of the Assigned Claim for all purposes, including, without limitation, voting and distribution purposes. Assignor further directs the Debtor, the Bankruptcy Court and all other interested parties that all further notices relating to the Assigned Claim, and all payments or distributions of money or property in respect of the Assigned Claim, shall be delivered or made to the Assignee.

IN WITNESS WHEREOF, this Evidence of Transfer of Claim is executed on June 23, 2009.

POPULAR HIGH GRADE FIXED INCOME FUND,  
INC.

By: 

Name of person signing: Javier Rubio

Title of person signing: Authorized Person

<sup>1</sup> As that term is defined in 11 USC § 101(5)